

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MINNESOTA**

In re:	Bankruptcy Case No. 15-30125
The Archdiocese of Saint Paul and Minneapolis,	Chapter 11
Debtor.	

**REPORT DISCLOSING COMPENSATION (DEBTOR'S PROFESSIONALS)**

In compliance with this Court's August 31, 2017 Order to Disclose Compensation, the Archdiocese of Saint Paul and Minneapolis (the "Archdiocese") respectfully submits the following summary report:

<b>Professional<sup>1</sup></b>	<b>Role</b>	<b>Fees/expenses allowed and paid</b>	<b>Fees/expenses allowed and not paid</b>	<b>Additional Fees/expenses incurred through August 31, 2017</b>
Briggs and Morgan	Debtor's counsel	\$3,956,176.25	\$1,779,980.46	\$2,205,616.77 <sup>2</sup>
Meier, Kennedy & Quinn <sup>3</sup>	Ordinary course counsel	\$221,110.66	\$0.00	\$60,700.80
Fredrikson & Byron	Special criminal defense counsel	\$762,218.66 <sup>4</sup>	\$0.00	\$35,113.38

<sup>1</sup> Information regarding professionals other than Briggs and Morgan was provided by the relevant professional or reflects information in the relevant retention applications.

<sup>2</sup> This sum shall not exceed \$2,205,616.77 (from November 1, 2016 through August 31, 2017). These amounts have not been reviewed and approved by the Archdiocese, and are subject to adjustment prior to filing an application for compensation. The total fees and expenses for the indicated period, however, will not exceed the amounts set forth above. Pre-petition, the Archdiocese negotiated lower rates for all Briggs attorneys and professional support staff plus an additional 10% reduction. Senior shareholder rates are effectively capped at \$472.50 per hour. Briggs also does not bill for computerized research costs. These discounts and adjustments are included in the estimate of fees. Attached as **Exhibit A** is a general summary of the services provided during this period.

<sup>3</sup> The fees and expenses incurred by MKQ do not include amounts billed directly to separate pension and benefit plans. A summary of services provided to the debtor by MKQ is attached as **Exhibit B**.

<sup>4</sup> While \$810,743.96 in fees and costs were initially invoiced (and approved), that total reflected an inadvertent accounting error of \$48,525.30 that was subsequently corrected and refunded by Fredrikson.

Alliance Management	Financial advisor	\$91,500.59	\$0.00	\$2,719.13
Northmarq Real Estate Services <sup>5</sup>	Real estate broker	\$245,905.00	\$0.00	\$0.00
CliftonLarsonAllen	AUP accounting	\$24,571.10	\$0.00	\$0.00
Regnier Consulting	Loss reserve analyst	\$3,500.00	\$0.00	\$3,600.00

### **SCOPE OF PROFESSIONAL SERVICES**

#### **A. Briggs and Morgan**

Briggs and Morgan was retained by the Archdiocese and approved by the Bankruptcy Court to act as Chapter 11 counsel, to provide the following general services:

- (a) To advise and represent the Archdiocese with respect to all matters and proceedings in this Chapter 11 case and to prepare on behalf of the Archdiocese necessary applications, motions, answers, orders, reports, and other legal papers;
- (b) To assist the Archdiocese in all bankruptcy issues which may arise in the administration of the Archdiocese affairs, including representation at the First Meeting of Creditors, evaluation of assets, negotiations with creditors, interest groups, and any official committee of unsecured creditors, verification of claims and asset disposition;
- (c) To assist the Archdiocese with the preparation of and confirmation of a plan of reorganization;
- (d) To assist the Archdiocese in the evaluation and prosecution of claims and litigation, including insurance coverage issues for the claims asserted against the Archdiocese;
- (e) To provide legal services with respect to general corporate, tax, employee benefit, and other general nonbankruptcy matters to the extent not duplicative of work to be provided by other professionals;
- (f) To provide legal advice with respect to the Archdiocese powers and duties as trustee where real, personal or mixed property was received by grant, gift,

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<sup>5</sup> The fees and expenses incurred by Northmarq Real Estate Services include those amounts paid to a subcontractor engaged by Northmarq with respect to the Hazelwood property. They do not include amounts incurred and paid in the ordinary course for relocation and lease administration services.

devise or bequest, in trust to be used for the religious education or charitable purposes in accordance with the terms and conditions of said trust; and

(g) To perform all other necessary legal services and provide all other necessary legal advice to the Archdiocese in connection with this Chapter 11 case and its business operations.

[ECF No. 4 at 4-5.]

**B. Meier, Kennedy & Quinn**

Meier, Kennedy & Quinn was retained by the Archdiocese and approved by the Bankruptcy Court to act as ordinary course counsel, to provide the following general services:

a. Religious Immigration: Represent The Archdiocese on matters related to foreign born religious members, typically priests, entering or remaining in the United States to provide qualified religious service within The Archdiocese. Matters include obtaining and maintaining status as nonimmigrant religious workers or specialty workers and permanent residency. Also matters related to Designated School Official status for student visa purposes.

b. Real Estate: Matters include receipt of real estate as gift or bequest and sale of such real estate. Leasing and easement issues, construction and financing issues and related contracts. Title issues. General matters regarding property tax exemption, application of various laws and the use of property in relationship to such laws, such as Americans with Disabilities Act.

c. Parish Consolidation: Civil merger of parishes based upon Canonical Decrees.

d. Catholic School Matters: Governance issues related to Catholic schools, application of various laws to Catholic Schools, including required provisions and practices to maintain tax-exemption.

e. Priest and Lay Employee Pension Plan and other Benefits (tax deferred annuity plan and cafeteria plan): Maintain plan documents as required by the Internal Revenue Code and other applicable laws, amend and restate pension plan documents and submit for periodic determination letters with the Internal Revenue Service ("IRS"). Provide opinions regarding application of various laws and interpretation of the plan documents.

f. Estates, Trusts and Gifts: Review bequests, trust provisions and gift agreements and provide advice on donor intent and restrictions, including instances where a change in circumstances could affect such gift (i.e. merger).

g. General Corporate Matters: Review various contracts on wide variety of issues. Review application for listing in the Official Catholic Directory for

inclusion under the IRS Group Ruling Letter issued to the United States Conference of Catholic Bishops and assist in maintaining, correcting and reviewing listings. Provide opinions on the requirements and application of various laws to religious corporations under Minnesota Statutes Chapter 315.

h. Employment Law: Provide advice on employment law matters involving employees of The Archdiocese including Family Medical Leave Act, discrimination, harassment, and wage and hour issues. Advise The Archdiocese on employment matters covered by the Justice in Employment policy. Recently assisted The Archdiocese with a Reduction in Force process. Provide counsel with regard to constitutional issues that affect application of employment law such as the “ministerial exception” pursuant to the United States Supreme Court Hosanna-Tabor decision.

[ECF No. 80 at 4-5.]

Meier, Kennedy & Quinn also provided “mediation support services relating to reviewing information and responding to requests for information from participants involved in support of settlement negotiations under the direction of the court appointed mediator, such requests having been made directly from the mediator and from debtor’s counsel in connection with the information requested to be provided by debtor’s counsel in connection with the mediation.”

[ECF No. 187 at 2.]

### **C. Fredrikson & Byron**

Fredrikson & Byron was retained by the Archdiocese and approved by the Bankruptcy Court to act as special criminal defense counsel relating to two related, then-pending cases filed in Ramsey County, Minnesota by the Ramsey County Attorney: (i) a criminal case against the debtor; and (ii) a parallel juvenile protection case also against the debtor. [ECF No. 251.] As a direct result of Fredrikson’s services, the criminal litigation with the Ramsey County Attorney’s Office concluded with the dismissal of the criminal charges. The Archdiocese entered into a civil settlement agreement with the Ramsey County Attorney’s Office on December 17, 2015, which was approved by the U.S. Bankruptcy Court, pursuant to which the civil litigation was stayed pending compliance with the civil settlement agreement. Under the civil settlement

agreement, the debtor is required to make reports to the Ramsey County court every six months and appear for a status conference. For that limited purpose, and to provide related advice to the debtor regarding the civil settlement agreement, Fredrikson continues to represent the debtor in the civil matter. As set forth in the additional fee information, these services have not been, and are not expected to be, extensive moving forward.

**D. Alliance Management**

Alliance Management was retained by the Archdiocese and approved by the Bankruptcy Court to act as financial advisor, to provide the following general services:

- (a) Analyze and review the business, operations, financial condition and prospects of the Debtor and assist the Debtor in the preparation of schedules and the statement of financial affairs;
  - (b) Assist the Debtor in budgeting matters;
  - (c) Provide financial advice and assistance to the Debtor;
  - (d) Assist the Debtor in evaluating, structuring, negotiating and implementing a restructuring plan;
  - (e) Assist the Debtor in preparing for the first meeting of creditors in this case and in meeting its financial reporting obligations in the bankruptcy proceeding;
  - (f) Assist the Debtor or participate in negotiations with creditors and other stakeholders;
  - (g) Participate in hearings before the Court with respect to the matters upon which Alliance has provided advice, including, as relevant, coordinating with Debtor's counsel with respect to testimony in connection therewith;
- and
- (h) Assist the Debtor draft, analyze and prepare business plans and alternative proposals, and, as requested, assist in the preparation of the Plan of Reorganization.

[ECF No. 5 at 3.]

**E. Northmarq Real Estate Services**

Northmarq Real Estate Services was retained by the Archdiocese and approved by the Bankruptcy Court to act as real estate broker, to provide services related to the sale of certain real property and services relating to the lease of new office space for the Archdiocese. [See ECF Nos. 139, 227, 437, 573.]

**F. CliftonLarsonAllen**

CliftonLarsonAllen was retained by the Archdiocese and approved by the Bankruptcy Court to perform agreed-upon procedures on (a) bank, savings, investment and outside trust accounts, (b) receivables and legal retainers, (c) cash receipts and revenue, (d) cash disbursements, (e) payroll, (f) accounts payable and accrued expenses, (g) restricted net assets, and (h) financial reporting and journal entries, each to the extent set forth in the CLA Engagement Letter. [ECF Nos. 343, 717, 1098.]

**G. Regnier Consulting**

Regnier Consulting Group was retained by the Archdiocese and approved by the Bankruptcy Court to act as a loss reserve analyst to perform analysis in connection with the Archdiocese's required workers' compensation actuarial reserve review. [ECF Nos. 292, 1128.]

Dated: September 15, 2017

Respectfully submitted,

/s/ Charles B. Rogers

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*Attorneys for The Archdiocese of Saint Paul and  
Minneapolis*

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MINNESOTA

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In re:

The Archdiocese of Saint Paul and Minneapolis,  
  
Debtor.

Bankruptcy Case No. 15-30125  
  
Chapter 11 Case

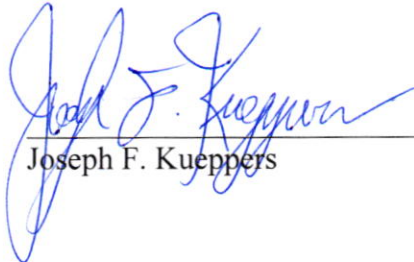
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**VERIFICATION**

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I, Joseph F. Kueppers, Chancellor for Civil Affairs of the Archdiocese of Saint Paul and Minneapolis, certify and declare under the penalty of perjury that the facts contained in the above Report Disclosing Compensation (Debtor's Professionals) are true and correct to the best of my knowledge, information, and belief.

Dated: September 15, 2017



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Joseph F. Kueppers

**EXHIBIT A**

**Briggs and Morgan, P.A.  
General Summary of Legal Services Provided  
from November 1, 2016 through August 31, 2017**

**1. Evaluation and Pursuit of Global Resolution of Sexual Abuse Claims (Matter .22)**

Services include: Develop, update and implement global strategy for case resolution; Continue evaluating facts and circumstances relevant to various strategic decisions; Continue reviewing and analyzing existing, amended and new sexual abuse claims; Research, evaluate and analyze potential legal defenses regarding 445 sexual abuse claims; Draft correspondence and comprehensive legal and factual analyses (including detailed case-by-case assessments of likely exposure and defenses) for presentation to claimants' counsel and UCC; Respond to insurers' analysis of sexual abuse claims in the course of continued mediations and negotiations; Negotiate and consult with parishes, schools, orders, creditors, and other interested parties; Continue evaluating and pursuing parish and other contributions in connection with settlement efforts; Negotiate and consult with additional insureds and other relevant parties; Review facts, circumstances and claims involved in other diocesan reorganizations for purposes of tailoring appropriate strategies in the instant case.

Unbilled Professional Fees: \$270,084.83 (subject to adjustment)  
Unbilled Expenses: \$ 259.18

**2. Plan and Disclosure Statement Services (Matter .12):**

Services include: Draft, negotiate and revise the Archdiocese's plan of reorganization, disclosure statement, trust agreement, trust distribution plan, counseling fund and related schedules, exhibits and other plan documents; Review and consider proposed comments to these draft documents from Archdiocese representatives and several other interested parties; Consider and research multiple issues and disputes regarding the Archdiocese's plan of reorganization,



disclosure statement, trust agreement, trust distribution plan, counseling fund and related documents, solicitation procedures, balloting and required notices; Prepare for and attend consultations with the Archdiocese, UCC and U.S. Trustee regarding solicitation communications and the solicitation process; Assemble hard and electronic copies of the solicitation packages for both plans; Facilitate mailing and delivery of solicitation packages; Handle tracking of packages and preparation of various affidavits of service; Respond to multiple questions and inquiries from trade, parish and other creditors, counter-parties to executory contracts and other interested parties regarding the solicitation process; Correspond with clerk's office to review and obtain copies of ballots; Review and consider requests for appointment of a future claims representative; Consider and research issues attendant to UCC plan and multiple UCC plan supplements, allocation protocol, disclosure statement, and other related documents; Research and analyze objections to the UCC disclosure statement and associated documents; Confer with client, the UCC and other interested parties regarding UCC's disclosure statement, plan revisions and supplement; Respond to UCC motion to stay proceedings and attend court hearing on the UCC motion; Respond to UCC initial objections to Archdiocese's plan and disclosure statement; Review Rule 2019 disclosure obligations of claimants' counsel and move for enforcement of the same; Consider and research various ethical and legal solicitation issues related to UCC plan; Coordinate and facilitate circulation of ballots with appropriate notices and communicate with UCC and parish committee counsel, including multiple meetings with UCC and parish attorneys regarding preparation of the ballot report; Review and analyze balloting results; Conduct nation-wide research regarding effect of balloting results on pending plans of reorganization; Research and consider comments from interested parties on objections to UCC plan; Research, investigate and consider objections to UCC plan;

Draft and file numerous objections and supporting memoranda to UCC plan; Review and consider comments from interested parties on opposition to UCC objection to Archdiocese's plan; Research, investigate and consider UCC and other objections to Archdiocese's plan; Draft and file responses and supporting memoranda to objections to the Archdiocese's plan; Review unauthorized modified plan filed by UCC on August 1 and comparison of new and prior UCC plans; Perform legal research regarding various new plan provisions and re-solicitation and re-disclosure issues associated with revised plan and revise responsive memorandum; Review court orders on oral argument schedule and prepare for and attend related hearings and meetings.

Unbilled Professional Fees: \$694,813.28 (subject to adjustment)  
Unbilled Expenses: \$ 4,492.57

3. **Research and Analysis of Insurance Defenses, Insurance Settlement Matters and Carrier Negotiations and Communications Relating to Competing Plans (Matters .01 and .17)**

Services include: Review, analyze and respond to a multitude of coverage issues and defenses asserted by insurers; Prepare for and attend multiple days of mediations leading to agreements in principle with Archdiocese's carriers and parishes, including Employers Liability Assurance Corporation ("ELAC"), CNA, Fireman's Fund, TIG, Hartford, American Home, Travelers, Lloyd's, Interstate, Colonial Penn, and Northwestern National; Negotiate, draft and revise separate agreement with ELAC; Negotiate, draft and revise multiple versions of a 40 page (excluding signature blocks) written settlement agreement with CNA, TIG, Hartford, AIG and Aetna – and later Fireman's Fund; In addition to extensive negotiations over the scope of releases and other clauses, negotiate and assess whether more than 30 separate entities are "Other Insured Entities" who will be asked to sign settlement agreement and research corporate history of such "Other Insured Entities" to determine whether they still exist; Negotiate, draft and revise multiple versions of a separate (and different) 61 page settlement agreement with Certain

London Market Insurers and Underwriters at Lloyds, London, including research and extensive negotiations regarding scope of releases and involvement of numerous parishes and other insureds; Negotiate, draft and revise separate settlement agreement with Interstate Insurance Company; Negotiate with Colonial Penn regarding agreement in principle and means of documenting the same; Communicate on numerous occasions with Northwestern National regarding form of settlement agreement; Negotiate, draft and revise numerous versions of a separate settlement agreement with Catholic Mutual Relief Society of American; Review, analyze and prepare letters with exhibits to numerous "Other Insured Entities" articulating terms of settlement with CNA, TIG, Hartford, AIG, Aetna and Fireman's Fund; Coordinate and work with parishes regarding means of facilitating execution of multiple settlement agreements; Receive and analyze comments from insurance carriers regarding the appointment of a future claimant representative, including feedback on definition of future claimant and carrier motion to approve the appointment; Communicate with future claimant representative and compile FCR-requested information; Draft portions of Archdiocese plan of reorganization which implicate issues with settling and non-settling insurers, including claims process and post-confirmation coverage matters; Draft portions of disclosure statement that relate to insurance coverage, plan terms implicating insurance issues and settlements in principle with carriers; Receive, analyze and respond to extensive comments from Archdiocese's insurance carriers regarding the Archdiocese's draft plan of reorganization, disclosure statement, trust agreement, trust distribution plan, and related documents; Analyze and respond to carrier comments regarding solicitation and balloting procedures; Review and analyze evidence needed to support motion to approve carrier settlements; Identify and interview potential experts needed for motion to approve settlements; Address carrier requirements regarding extent of notice of motion to

approve settlements; Analyze carriers' positions regarding objections to claims and evidentiary value of proofs of claims for purposes of anticipated motion to approve insurance settlements; Review and analyze UCC plan provisions affecting Archdiocese's post-confirmation liability and ability to recover insurance and draft objections related to the foregoing; Review and analyze carrier objections to the UCC's plan of reorganization; Review, analyze and respond to objections to the Archdiocese's plan of reorganization as they relate to insurance or as otherwise assigned; Review and analyze UCC plan amendments as they relate to Archdiocese's post-confirmation liability and corresponding issues as to insurance; Conduct additional analyses of legal effect of UCC's and Archdiocese's plans, and other circumstances and claims on Archdiocesan insurance coverage.

Unbilled Professional Fees: \$813,114.68 (subject to adjustment)  
Unbilled Expenses: \$ 1,660.06

**4. Asset Analysis and Recovery and Response to Information Requests (Matters .02 and .21)**

Services include: Consider avoidance actions, potential asset recovery, actual and probable defenses and appropriate response; Coordinate with client and participate with UCC in the production and review of documents responsive to a Rule 2004 request seeking over 150 categories of documents and responses to multiple interrogatories with supplements and further requests, and requests and subpoenas for Archdiocese interviews or depositions; Review and analyze exhibits and supplements to the UCC motion for derivative standing; Review and analyze client documents and account information; Draft extensive responsive documents and supporting client declarations; Consult with parishes, high schools and other entities targeted by UCC; Prepare and file responsive memoranda and participate in the hearing on UCC's motion for derivative standing; Review, consider and respond to multiple additional information requests from UCC, parish committee, FCR and other interested parties, including UCC request for parish

and other financial information; Review and consider parish motion for protective order; Prepare Archdiocese response to the same; Attend hearing on parish motion.

Unbilled Professional Fees: \$125,957.25 (subject to adjustment)  
Unbilled Expenses: \$ \$0.18

**5. Defense of Motion for Substantive Consolidation (Matter .27)**

Services include: Research and consider response to UCC's appeal of orders denying substantive consolidation of over 200 entities into the reorganization; Research UCC's failure to designate transcript from relevant bankruptcy proceeding; Draft notice of designation of transcript and record on appeal; Review designation of record; Research and analyze UCC's opening Eighth Circuit brief; Update case law research on substantive consolidation issues; Draft and file Respondent's Brief; Draft corporate disclosure statement to Eighth Circuit Court of Appeals; Review UCC and other responsive briefs, including amicus brief; Review appellate and local rules and correspond as necessary with the Clerk of Court.

Unbilled Professional Fees: \$44,448.98 (subject to adjustment)  
Unbilled Expenses: \$ 1,336.84

**6. Claims Administration and Objection (Matter .06)**

Services include: Research and analyze non-abuse claims and claims for priest support; Consult with counsel in non-bankruptcy tort action; Review pleadings in non-bankruptcy tort actions; Draft and file objections to non-abuse claims; File several motions seeking disallowance of certain non-abuse claims; Review responses to motions for disallowance of claims; Prepare for and attend hearing on motions for disallowance of claims; Review and analyze merits of potential objections to other claims.

Unbilled Professional Fees: \$76,686.03 (subject to adjustment)  
Unbilled Expenses: \$ -0-

**7. Archdiocesan Operating Issues and Employee Retirement Benefits/Pensions (Matters .07 and .19)**

Services include: Research and provide legal counsel regarding periodic operational issues; Prepare for and attend numerous client management meetings, including board and finance council meetings, meetings of the College of Consultors and Presbyteral Council; To the extent not duplicative of MKQ services, consult with client on various issues relating to AMBP plan and compose various emails to, and participate in conferences with, counsel for trustees of AMBP and handle various administrative issues relating to parishes, employment of priests and other employment issues; Consult with finance council and client regarding reported financial statements; Review annual reports and financial statements; Review and respond to various inquiries relating to alleged jewelry interests; Handle various client issues regarding bankruptcy implications of fundraising activities and donor relations; Consult with client on International Priest Fund and IPLF issues and various banking issues; Handle various UST inquiries on insurance matters; Consult with client on HVAC, equipment lease and vendor issues and modification and amendment proposals on guarantee obligations; Review and respond to various client inquiries regarding replacement lease of 3M property.

Unbilled Professional Fees: \$128,679.98 (subject to adjustment)  
Unbilled Expenses: \$ -0-

**8. Disposition of Assets (including Real Estate) (Matters .03 and .25)**

Services include: Analyze and facilitate sale of Archdiocesan real and personal property; Coordinate with the Archdiocese and UCC regarding, among other things, the “garage sale” of unneeded personal property, the preparation of various schedules of miscellaneous assets sold and various services relating to the relocation of Archdiocesan activities.

Unbilled Professional Fees: \$7,032.60 (subject to adjustment)  
Unbilled Expenses: -0-

**9. Case Administration and Preparation of Schedules and Reports (Matters .05 and .20)**

Services include: Coordinate and facilitate compliance activities; Prepare related reports and schedules; Communicate as appropriate and necessary with U.S. Trustee.

Unbilled Professional Fees: \$20,941.65 (subject to adjustment)  
Unbilled Expenses: \$ 3,361.69

**10. Clergy Investigations (Matter .18)**

Services include: Assist in investigations regarding allegations of sexual abuse and review of investigative results.

Unbilled Professional Fees: \$5,556.87 (subject to adjustment)  
Unbilled Expenses: \$ -0-

**11. Fee Applications and Fee/Employment Objections (Matters .08 and .09)**

Services include: Facilitate and assist in drafting fee applications for professionals other than Briggs and Morgan and administer requests for fee estimates for monthly disclosures; Review professional service contracts and prepare employment applications for actuary services in connection with GIF and worker's compensation programs and accountant services in connection with annual report.

Unbilled Professional Fees: \$7,190.10 (subject to adjustment)  
Unbilled Expenses: \$ -0-

## **EXHIBIT B**

### **MEIER, KENNEDY & QUINN, CHARTERED**

Meier, Kennedy & Quinn, Chartered (“MKQ”) serves as outside general counsel for The Archdiocese of Saint Paul and Minneapolis. The non-bankruptcy services provided by MKQ include the following:

***Services include work relating to Official Catholic Directory.*** Review applications for listing in the Official Catholic Directory, including organizational documents and financial information, provide opinions regarding tax-exempt status, qualification for listing in the Official Catholic Directory and requirement or exemption from filing Form 990. Review existing listings and changes to organizational governance or receipt of separate determination letters and provide opinion on change of status and correct or modify listings accordingly.

***Services include work relating to Religious Immigration Matters.*** Obtain initial non-immigrant religious worker status and assist in maintaining current status, for priests immigrating from a variety of countries. Review and advise changing status or petitioning for immigrant status, adjustment of status to permanent resident and applications for citizenship. Review and advise on miscellaneous consulate processes for nonimmigrant visa applications.

***Services include work relating to Medical Benefit Plan and Trust.*** Review trust documents and analysis, and discuss benefit delivery options, analyze and outline Voluntary Employee Benefit Association (VEBA) requirements, tax-exemption application process, application of ERISA and relationship between offered benefits, ACA requirements and religious doctrine. Review and outline ERISA compliance requirements, potential costs and possible effects on religious exemptions. Participate in Archdiocese Benefit Plan meetings and discuss issues and alternatives.

***Services include work relating to Archdiocese Parish Cafeteria Plans.*** Review requirements of Affordable Care Act, and discuss amendments affecting Plan documents. Review Summary Plan document and Master Plan document. Update documents, as needed or required by ACA. Review, analyze and outline optional benefit structures and designs, religious exemptions from various ACA mandates and requirements and options of complying with ACA within accepted religious doctrines. Review and analyze issues affecting benefits and benefit structures and issues related to Title VII and Title IX of the Civil Rights Act and EEOC enforcement procedures.

***Services include work relating to Personnel.*** Provide advice to Archdiocese on employment law matters including staff reorganization, separation, FMLA, employment policies, and *Justice in Employment* matters.

***Services include work relating to School Reorganization.*** Review, analyze, and discuss options for Catholic School governance and reorganization for a number of consolidated Catholic Schools within the Archdiocese, and reorganization options for parish operated Catholic Schools. Discuss reorganization issues and processes, meeting with boards of directors and members,



review and revise corporate organizational documents and review and revise related documents including sponsorship agreements, endowment agreements and leases.

***Services include work relating to Chancery General Corporate Matters.*** Communications with Chancellor for Civil Affairs concerning corporate issues involving Archdiocese, schools and parishes. Analysis of corporate structures, corporate requirements for various decisions and actions, and historical organizational matters of affiliated organizations. Analyze and discuss sacramental marriages, liability issues, marriage validity and legality.